

# HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

VIA AIR COURIER

December 15, 1993

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

RE: Security Agreement dated as of January 17, 1989 ("**Security Agreement**") between Helm Financial Corporation ("**Helm**") and The First National Bank of Boston, a national banking association, as agent for itself and for Continental Bank, N.A. and Union Bank ("**Agent**")

Dear Ms. Lee:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Five (5) fully executed revised originals of the Partial Termination of Security Agreement dated August 13, 1993 ("**Partial Termination**") by The First National Bank of Boston, a national banking association, for the benefit of Helm Financial Corporation.

In connection with the recording of the revised Partial Termination, please note the following information:

<u>Name and Address of Helm:</u>	Helm Financial Corporation One Embarcadero Center, Suite 3500 San Francisco, CA 94111
<u>Name and Address of Agent:</u>	The First National Bank of Boston 100 Federal Street Boston, Massachusetts 02110
<u>Equipment:</u>	Fifty-two (52) Open Top Hopper Railcars (See Exhibit A for Unit Numbers)

RECEIVED NO 16168-VV  
DEC 17 1993 - 11 40 AM  
INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Interstate Commerce Commission  
December 15, 1993  
Page 2

Previous ICC Filings:

Partial Termination filed under  
Recordation No. 16168 - TT on  
September 20, 1993.

Security Agreement filed under  
Recordation No. 16168 on January  
18, 1989.

The Partial Termination was previously filed on September 20, 1993 under Recordation No. 16168 - TT. Unfortunately, the document provided an incorrect date for the Security Agreement and an incorrect recordation number and filing date.

Please file the revised Partial Termination under Recordation No. 16168 - TT and return four (4) endorsed originals to my attention. The filing fee of eighteen dollars (\$18.00) is included in the enclosed check.

Sincerely,



Maureen Krieg  
Contracts Administrator

mek  
Enclosures (5)

PARTIAL TERMINATION OF  
SECURITY AGREEMENT

RECORDATION NO. 16168-VV  
FILED

DEC 17 1993 11 40 AM

INTERSTATE COMMERCE COMMISSION

THIS PARTIAL TERMINATION OF SECURITY AGREEMENT, dated as of August 13, 1993 by The First National Bank of Boston, a national banking association (the "**Agent**"), for the benefit of Helm Financial Corporation, a California corporation ("**Helm**").

1. **Recitals.** Helm owned fifty-two (52) open top hopper railcars bearing American Association of Railroad Designation Numbers as listed on Exhibit A attached hereto (the "**Units**"). Helm has granted a blanket security interest in all of its assets now owned or hereafter acquired (the "**Collateral**"), to the Agent upon the terms and conditions provided in that certain Security Agreement, dated as of January 17, 1989 between Helm and the Agent, as amended (the "**Security Agreement**"), and filed at the Interstate Commerce Commission ("ICC") under Recordation No. 16168 filed on January 18, 1989 at 10:55 AM.

Helm has sold the Units to a third party as permitted by Section 5(c) of the Security Agreement and desires to clear any lien or security interest of the Agent. Pursuant to the terms of the Security Agreement, the Agent and Helm desire to terminate the Agent's security interest in the Units.

2. **Termination of Security Interest.** The Agent security interest in the Units shall be and is hereby terminated upon the filing of this Partial Termination which the ICC and all of the Agent's right, title and interest in and to the Units shall and has become null and void.

This Release shall have no effect on the Agent security interest in and lien on any Collateral other than the Units and said security interest in and lien on such other Collateral is hereby reaffirmed.

IN WITNESS WHEREOF, the Agent, pursuant to due authority, has executed this Partial Termination of Security Agreement as of the date first above written.

THE FIRST NATIONAL BANK OF BOSTON

By: 

Title: VP

Date: 11/22/93

COMMONWEALTH OF MASSACHUSETTS )  
 ) S  
COUNTY OF SUFFOLK )

On this 22<sup>nd</sup> day of November, 1993 before me, personally appeared Dexter Freeman to me personally know, who being by me duly sworn, says that he is a Vice President and authorized signer of **THE FIRST NATIONAL BANK OF BOSTON**, that said instrument was signed on behalf of said association by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Florence Grose  
Notary Public

My Commission Expires:

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**FLORENCE GROSE**  
Notary Public  
My Commission Expires November 12, 1999

EXHIBIT A

DESCRIPTION OF EQUIPMENT

Equipment Description:

Fifty-two (52) open top hopper railcars

Old Unit Number:

New Unit Number:

DH	237	BM	1237
	240		1240
	241		1241
	243		1243
	248		1248
	251		1251
	256		1256
	261		1261
	262		1262
	264		1264
	266		1266
	268		*
	271		1271
	272		1272
	273		1273
	276		1276
	280		*
	281		1281
	284		1284
	293		*
	294		1294
	295		1295
	297		1297
	299		1299
	303		1303
	304		1304
	305		1305
	306		1306
	307		1307
	310		1310
	313		*
	314		1314
	317		1317
	319		1319
	320		1320
	322		1322
	327		1327
	329		1329
	330		1330
	331		1331
	332		1332

EXHIBIT A - continued

DESCRIPTION OF EQUIPMENT

Old Unit Number:

DH 334  
337  
340  
342  
344  
348  
349  
351  
353  
356  
362

New Unit Number:

BM 1334  
1337  
1340  
1342  
1344  
1348  
1349  
1351  
1353  
1356  
1362

\* - Unit was not renumbered to BM mark